

Hearing Date: January 31, 2008
Hearing Time: 10:00 a.m. (Prevailing Eastern Time)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**DEBTORS' STATEMENT OF DISPUTED ISSUES WITH RESPECT TO
PROOF OF CLAIM NUMBER 14141 (SPCP GROUP, L.L.C. AS ASSIGNEE
OF PARKER HANNIFIN CORPORATION/CONTRARIAN FUNDS, LLC)**

("STATEMENT OF DISPUTED ISSUES – SPCP GROUP, L.L.C. AS ASSIGNEE OF
PARKER HANNIFIN CORPORATION/CONTRARIAN FUNDS, LLC")

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates,
including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-
possession in the above-captioned cases (collectively, the "Debtors"), hereby submit this
Statement Of Disputed Issues (the "Statement Of Disputed Issues") With Respect To
Proof Of Claim Number 14141 (the "Proof Of Claim") filed by SPCP Group, L.L.C., as
Assignee of Parker Hannifin Corporation ("Claimant") and transferred to JPMorgan

Chase Bank, N.A., and subsequently transferred to Contrarian Funds, LLC ("Transferee," and together with SPCP Group, L.L.C., as Assignee of Parker Hannifin Corporation, the "Claimants") and respectfully represent as follows:

Background

1. On October 8 and 14, 2005 (the "Petition Date"), the Debtors, filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.
2. On July 31, 2006, Claimant filed proof of claim number 14141 ("Proof Of Claim No. 14141") against DAS LLC. The Proof Of Claim asserts an unsecured non-priority claim in the amount of \$2,492,426.58 and a priority / reclamation claim of \$73,045.69 for goods sold and delivered (the "Claim").
3. On November 7, 2006, SPCP Group, L.L.C., as Assignee of Parker Hannifin transferred Proof Of Claim No. 14141 to JPMorgan Chase Bank, N.A., pursuant to a notice of transfer (Docket No. 5489).
4. On December 13, 2006, JPMorgan Chase Bank, N.A., transferred Proof Of Claim No. 14141 to Contrarian Fund, LLC, pursuant to a notice of transfer (Docket No. 6159).
5. On June 15, 2007, the Debtors objected to Proof of Claim No. 14141 pursuant to the Debtors' Seventeenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(B) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Insurance Claim Not Reflected On Debtors' Books And Records, (D) Untimely Claims And Untimely Tax

Claims, And (E) Claims Subject To Modification, Tax Claims Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 8270) (the "Seventeenth Omnibus Claims Objection").

6. On July 10, 2007, Claimant filed the Response Of Contrarian Funds, LLC, To Debtors' Seventeenth Omnibus Claims Objections. (Docket No. 8508) (the "Response").

Disputed Issues

A. DAS LLC Does Not Owe Claimant The Amount Asserted In Proof Of Claim Number 14141

7. Claimant asserts in Proof Of Claim No. 14141 that DAS LLC owes Claimant a total of \$2,492,426.58 as a general unsecured claim and a priority/reclamation claim of \$73,045.69. DAS LLC has reviewed the information attached to the Proof Of Claim and the Response and disputes that it owes the amount asserted in the Proof of Claim.

8. Based upon Delphi's various accounts payable records, a portion of the invoices reflected in the Proof of Claim have been paid by wire transfers. Therefore, \$223,533.88 should be subtracted from the amount claimed.

9. The Debtors records reflect debit memos of \$76,281.17 which are not reflected on the Proof of Claim. Therefore, \$76,281.17 should be subtracted from the amount claimed.

10. The prices detailed on certain purchase orders were lower than the price detailed on the Claimant's invoices. The purchase orders reflect the contractual pricing. Therefore, \$25,092.08 should be subtracted from the amount of the Proof of Claim.

11. The Debtors recognize a credit in favor of Claimant in the amount of \$125,248.56 on account of unapplied balances due to Claimant, which resulted from an inability to match payments to invoices.

12. After taking into account the above-referenced deductions to the Proof of Claim, the Debtors reconciled the Proof of Claim as illustrated in the following chart:

<u>Claimant's Asserted Amount</u>		\$2,565,472.27
<u>Modifications</u>	Price Discrepancies	\$25,092.08
	Paid Invoices	\$223,533.88
	Debit Memos	\$76,281.17
	Net Adjustment For Cash Applications	(\$125,248.56)
<u>Reconciled Amount</u>		\$2,365,813.70

13. Debtors do not dispute that the remaining \$2,365,813.70 of Proof Of Claim No. 14141 should be allowed as an unsecured non-priority claim against DAS LLC.

Reservation Of Rights

14. This Statement Of Disputed Issues is submitted by the Debtors pursuant to paragraph 9(d) of the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) (the "Claims Objection Procedures Order"). Consistent with the provisions of the Claims Objection Procedures Order, the

Debtors' submission of this Statement Of Disputed Issues is without prejudice to (a) the Debtors' right to later identify and assert additional legal and factual bases for disallowance, expungement, reduction, or reclassification of the Claim(s) and (b) the Debtors' right to later identify additional documentation supporting the disallowance, expungement, reduction, or reclassification of the Claim(s).

WHEREFORE the Debtors respectfully request that this Court enter an order (a) allowing Proof Of Claim No. 14141 in the amount of \$2,365,813.70 as a general unsecured non-priority claim against the estate of DAS LLC, and (c) granting the Debtors such other and further relief as is just.

Dated: New York, New York
December 4, 2007

DELPHI CORPORATION, *et al.*
By their attorneys,
TOGUT, SEGAL & SEGAL LLP
By:

/s/ Neil Berger
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